wherein:

 R^a , R^b , R^c are each independently C_1 - C_6 alkyl or hydrogen;

 R^d , R^e , R^f , and R^g are each independently C_1 - C_6 alkyl, hydrogen, or phenyl;

 R^3 is

 R^2 is

$$\begin{array}{c|c}
R^{d} \\
 - C - C - R^{4} \\
 \downarrow f \\
 R^{f} (CH_{2})_{m}
\end{array}$$

 R^4 is aryl, substituted aryl, or C_1 - C_6 alkyl; and each n is independently 0 to 5, m is 2 to 4 or a pharmaceutically acceptable salt or prodrug form thereof.

2. The compound of Claim 1 wherein

Y is -O-.

3. The compound of Claim 1 wherein

- 4. The compound of 1 wherein R^a is hydrogen, R^b is methyl, and R^c is hydrogen.
- 5. The compound of Claim 1 wherein

$$R^3$$
 is $-(CH_2)_n$ $-$ O-benzyl ·

6. The compound of Claim 1 wherein R³

$$--(CH_2)_n$$

9. The compound of Claim 1 wherein

10. The compound of Claim 9 wherein m of

$$\begin{array}{c|c} H & H \\ \hline -C & C \\ \hline | & C \\ H & (CH_2)_m \end{array} \qquad or \qquad \begin{array}{c} H \\ \hline | \\ C \\ H \end{array} \qquad C \\ C \\ H \qquad (CH_2)_m \end{array}$$
 substituted pheny

m is 3 or 4.

11. The compound of Claim 1 wherein R^3 is -(CH₂)_n-C₁-C₆ alkyl.

12. The compound of Claim 1 wherein

$$R^3$$
 is CH_2 OCH₂ —pyridyl

14. The compounds:

 $[S-(R^*,R^*)]-[1-[(2-(4-Benzyloxy-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-[1-(2-fluoro-phenyl)-1-{[1-(2-fluoro-phenyl)-1-[1$ cyclopropylmethyl]-carbamoyl]ethyl)-methyl-carbamoyl]-2-(3H-imidazol-4-yl)-ethyl]-carbamic acid benzyl ester; and

/ (lm 11 $[S-(R^*,R^*)]-[1-\{[2-(4-Benzyloxy-phenyl)-1-[(1-phenyl-phenyl-p$ cyclobutylmethyl)-carbamoyl]-ethyl}-methyl-carbamoyl)-2-(3H-imidazol-4-yl)-ethyl]-carbamic acid benzyl ester.

19. A pharmaceutical composition comprising a therapeutically effective amount of a compound of Claim 1 and a pharmaceutically acceptable carrier.

REMARKS

Applicants will address each of the pending matters in this application in the order in which they appear in the Office Action of October 1, 2002. For the matters raised in the Office Action of January 2, 2002, Applicants maintain the arguments in their Response dated March 25, 2002.

Correction of Marked-Up Claims

Applicants enclose a corrected marked-up copy of the claims directed for amendment in Applicants' Response dated April 3, 2002. An automatic numbering computer program listed the claims in Applicants prior response numerically, rather than as originally typed. Applicants apologize for this oversight and thank the Examiner for bringing it to their attention.